



Annual General Meeting
23 November 2017



Important notice and disclaimer

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AGM Agenda

Item	
• Welcome and introductions	Ivan Hammerschlag
• The 2017 financial year in review	Hilton Brett
• Omnichannel update	Mark Teperson
• Vision, value proposition and name change	Daniel Agostinelli
• Formal matters	Ivan Hammerschlag
• Concluding remarks	David Gordon



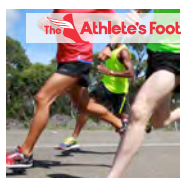
RCG
CORPORATION

2017 Financial Year

Hilton Brett

About RCG

RCG Corporation Limited (RCG) is an investment holding company which owns and operates a number of footwear businesses in the performance and active lifestyle sectors. The acquisitions of the Accent Group in May 2015 and Hype DC in August 2016^(a) has resulted in the creation of a regional leader in the retail and distribution sectors of Performance and Lifestyle footwear, with over 430 stores across 10 different retail banners and exclusive distribution rights for 10 international brands across Australia and New Zealand. Our brands include:^(b)



The Athlete's Foot

With 148 stores, The Athlete's Foot (TAF) is Australia's largest specialty athletic footwear retailer, known for its exceptional in-store customer service experience.



Dr. Martens

Dr Martens range of footwear was born in 1960, and has transformed from a reliable work boot to a popular representation of rebellion and free-thinking youth culture.



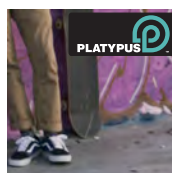
Vans

A staple for skaters and surfers, Vans has a strong heritage in action sports, and prides itself on being grounded in youth, authenticity and individual style. RCG operates 17 Vans stores.



Sperry

Sperry Top-Sider is the original and authentic boat shoe brand, and is for people drawn to the surf, sun and soul of the ocean.



Platypus Shoes

With 94 stores across Australia and NZ, Platypus is the region's largest multi-branded sneaker destination, offering a wide range of iconic sneakers from around the world



Skechers

Skechers is a global leader in lifestyle and performance footwear. RCG operates 73 Skechers stores across Australia and New Zealand.



Timberland

Inspired by the company's New England heritage, Timberland is a brand true to the outdoor lifestyle. RCG operates 8 Timberland stores.



Stance

Dedicated to the spirit of individuality, the Stance range of action-sport socks offers cutting-edge style, extreme comfort and exceptional durability.



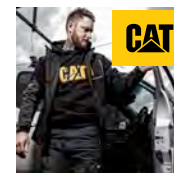
Hype DC

Hype DC is a retailer of premium, exclusive and limited edition sneakers, curated from the world's leading brands. It has 64 stores across Australia.



Merrell

Merrell is one of the worlds leading brands of performance outdoor and adventure footwear. RCG operates 21 Merrel stores.



CAT

Cat Footwear and apparel has been designed and engineered to live up to the hard-working reputation of the Caterpillar brand. Made with uncompromising toughness and style.



Saucony

Saucony exists for runners. This focus and passion drives Saucony to create the world's best running shoes and apparel.

Notes: (a) Effective 1 July 2016. (b) Store numbers include online stores; other RCG brands not reflected include Podium Sports (9 stores) and Grounded (1 Store)

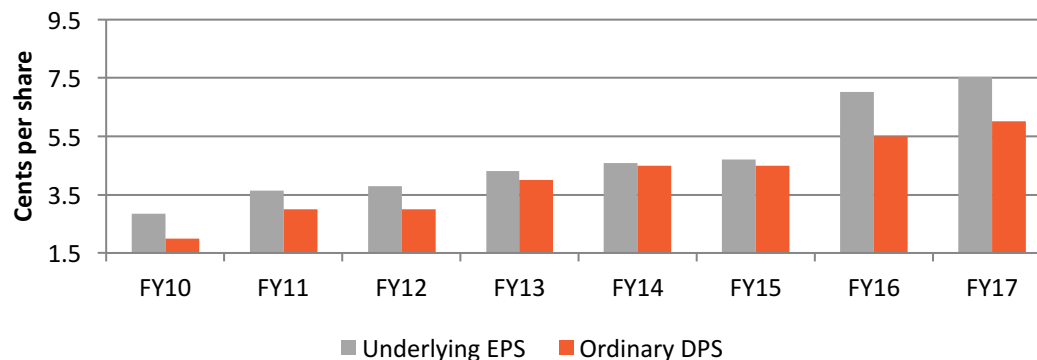
Historical returns and performance

As the charts on this page show, RCG continues to be defined by its track record of outstanding performance and the exceptional returns it delivers on shareholders funds.

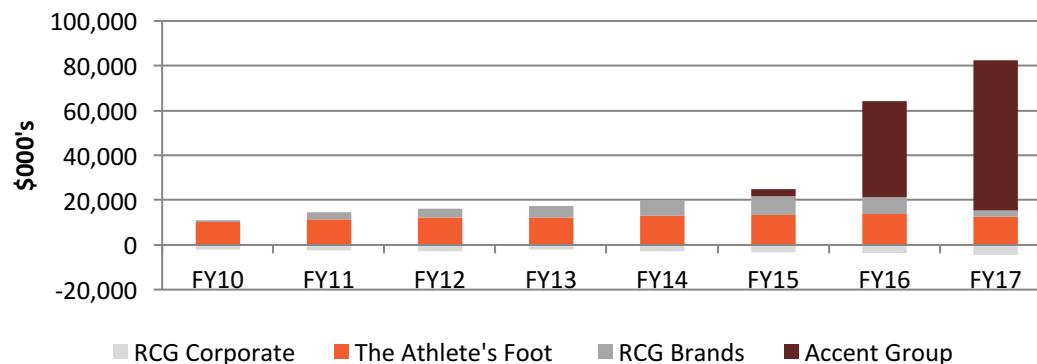
Total shareholder return over 11 years to June 2017 is 807%.

This represents a compound Annual Growth Rate (CAGR) of 22%

Earnings and dividends per share



Underlying EBITDA by segment



FY17 Financial Year Highlights

Underlying^(a) EBITDA



30%
\$78.3m

Underlying^(a) NPAT



21%
\$39.9m

Underlying^(a) EPS



7%
7.48c

FY17 Dividends



9%
6.0 cents

Compound Annual
Total Shareholder Return
Over 11 Years

22%

Cashflow From Ops



3%
\$45.4m

Completion of the
acquisition of Hype DC
for \$99m^(b)



HYPE

Total number of stores



36%
430 stores

Online Sales growth



79%

- a) References to “underlying” results are references to non-IFRS financial information, which management believes is more meaningful for investors than reported (IFRS) financial information. A reconciliation between underlying and reported financial information is provided in the Appendix to the full year results presentation, released to the market on 28/8/17.
- b) As part consideration for Hype DC, 36.84 million shares were issued to the vendors at \$1.425 (\$52.5m). However, under the accounting standards, the share price on the date of completion must be used to calculate the purchase price. That share price was \$1.71, which had the effect of increasing the recorded purchase price of Hype DC to approx. \$110m

FY17 summary financial performance

Underlying Profit

Underlying ^(a) Profit (\$000's)	FY2017	FY2016	% Chg
Underlying EBITDA:			
Accent Group ^(b)	67,073	42,817	56.7%
The Athlete's Foot	12,603	13,721	-8.1%
RCG Brands	2,970	7,740	-61.6%
Corporate & unallocated	(4,362)	(3,830)	-13.9%
Underlying EBITDA	78,284	60,448	29.5%
Underlying depreciation & amortisation	(18,871)	(10,998)	-71.6%
Underlying EBIT	59,413	49,450	20.1%
Net interest paid	(3,070)	(2,568)	-19.5%
Underlying PBT	56,343	46,882	20.2%
Pro-forma taxation ^(c)	(16,420)	(13,884)	-18.3%
Underlying Net Profit After Tax	39,923	32,998	21.0%

a) References to "Underlying" results are references to non-IFRS financial information, which management believes is more meaningful for investors than reported (IFRS) financial information. A reconciliation between underlying and reported financial information is provided in the Appendix to the full year results presentation, released to the market on 28/8/17.

b) Hype DC has been fully integrated into the Accent business and is part of the Accent operating segment

c) Pro-forma taxation is calculated by multiplying the underlying PBT by the effective tax rate

Underlying profit adjustments

Hype profit for July 2016

- Although RCG acquired Hype with effect from 1 July 2016, under the accounting standards Hype's profits between the effective date and the Completion date (4 August 2016) are treated as a reduction in the purchase price and are not taken to earnings in the statutory accounts.
- Hype's EBITDA of \$1.6m from the effective date to the Completion date has been included in underlying EBITDA

One-off Restructure costs

- \$811k (\$379k in Accent and \$432k in Unallocated) of one-off restructure costs associated with corporate reorganisation have been excluded from underlying EBITDA

Impairment of the Hype Brand

- Impairment tests have been carried out for all indefinite life intangible assets.
- As a result of these impairment tests, the Hype brand, which had a carrying value of \$30.25m, has been impaired by \$9.71m.
- As this is a one-off charge, this amount has been excluded from underlying profit

Amortisation of distribution licences

- The value of the distribution licences acquired on the acquisition of the Accent business is being amortised over the life of those licences.
- \$2.8m (FY16: \$3.3m) of distribution licence amortisation is excluded from underlying profit

Hype Acquisition Costs

- \$0.7m of costs associated with the acquisition of the Hype business has been excluded from FY16 underlying profit

Earnings and dividends per share

\$000's	FY2017	FY2016	% Chg
<u>Underlying Diluted Earnings Per Share</u>			
Underlying Net Profit After Tax ^(a)	39,923	32,998	21.0%
Less non-controlling interests	(195)	(259)	24.7%
NPAT used in the calculation of underlying EPS	39,728	32,739	21.3%
Weighted average number of shares (000's)	530,843	466,066	13.9%
Underlying Earnings Per Share (cents)	7.48	7.02	6.6%

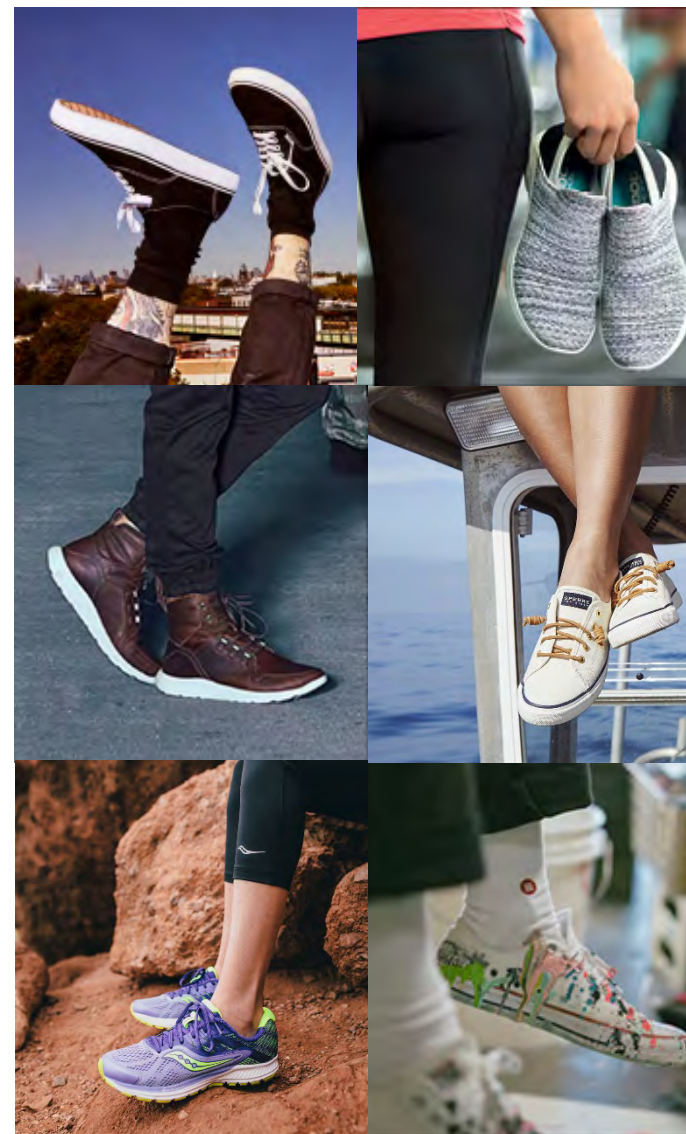
Reported Diluted Earnings Per Share

Reported Net Profit After Tax ^(a)	29,352	30,183	-2.8%
Less non-controlling interests	(195)	(259)	24.7%
NPAT used in the calculation of underlying EPS	29,157	29,924	-2.6%
Weighted average number of shares (000's)	530,843	466,066	13.9%
Reported Earnings Per Share (cents)	5.49	6.42	-14.5%

Dividends per share

Ordinary fully franked dividend (cents)	6.00	5.50	9.1%
Dividend payout ratio (of underlying EPS)	80%	78%	

a) See Appendix to the full year results presentation, released to the market on 28/8/17, for the reconciliation between underlying and reported profit



Store network and distribution agreements

Store Network ^(a)	TAF	Platypus	Skechers	Vans	Timberland	Podium	Merrell	Hype	Other	Total
FY2017										
Stores at beginning of year	147	74	47	15	4	9	21	58	5	380
Stores opened	1	17	20	2	3		1	9	3	56
Stores closed	(2)						(1)	(2)	(1)	(6)
Stores at end of FY17	146	91	67	17	7	9	21	65	7	430
FY2018										
YTD net movement	2	3	6		1			(1)	(2)	9
Forecast Net movement for remainder of year	(2)	5	7	1	(2)					9
Stores at end of FY18	146	99	80	18	6	9	21	64	5	448

a) Includes eCommerce stores

Distribution agreements	Effective date	Expiry date	FY2017	FY2018	FY2019	FY2020	FY2021	FY2022	FY2023
Timberland	Jan-16	Dec-18							
Palladium	Jan-14	Dec-18							
CAT Footwear	Jan-16	Dec-18							
Vans	Jan-16	Dec-18							
Saucony	Dec-13	Dec-18							
Stance	Feb-16	Jun-19							
Sperry	Jan-16	Dec-19							
Merrell	Jan-15	Dec-19							
Dr. Martens	Nov-15	Oct-20							
CAT Apparel	Jan-16	Dec-20							
Skechers	Feb-16	Dec-26							>>>



PLATYPUS®

VANS

SKECHERS

HYPE

Accent Group

Dr. AirWair
Martens

STANCE

Timberland

L'ORIGINALE
PALLADIUM
DEPUIS 1947

Key Financial Highlights

Total sales

59%
\$512.5m

Total Retail Sales 79%

LFL Retail Sales 2.6%

Wholesale Sales 4%

GP Margin

2.3%
To 54.4%

EBITDA^(a)

57%
\$67.1m

Store Network	FY17	FY16
PLATYPUS	91	74
SKECHERS	67	47
HYPE	65	-
VANS	17	15
Timberland	7	7

Commentary

Strategy

- Strengthen relationships with key partners and consolidate position as market leader with differentiated, desirable and defensible market positioning for Platypus, Hype DC, Skechers and other banners
- Leverage off the investment made over the last two years in our infrastructure platform to support and drive market leading omnichannel, B&M store rollout and customer engagement

FY17 Highlights

- Acquisition of Hype DC by RCG and full integration into the Accent business, including full conversion of Hype's ERP to Apparel 21
- Rolled out 50 new stores (net) across the business
- Launch of brand new, best-in-class Platypus, Skechers and Vans websites
- Launch of click-and-collect and click-and-dispatch capability in Platypus and Skechers
- Total digital sales grew 99% during FY17
- FY17 LFL retail sales of 2.6% across all banners on an aggregate basis
- Trading conditions improved in the last two months of FY17, with LFL growth of 4.7%
- Hype LFL sales were 1% down for FY17. However LFL's improved in the last two months, with LFL's for that period up 5.8% on the prior year

Growth Opportunities FY18 and beyond

- Continue store rollout, particularly for Skechers and Platypus and expansion of Hype into NZ
- Build on Omnichannel capability including extending click-and-collect and click-and-dispatch to all brands, endless aisle, AfterPay and 3 hour delivery
- Enhance vertical integration of distributed brands, including introduction of Vans premium product into Hype DC

a) Refers to Underlying EBITDA, including \$1.6m of Hype DC EBITDA between the effective date and the completion date, and excluding \$0.4m of one-off restructure costs. A reconciliation between underlying and reported financial information is provided in the Appendix to the full year results presentation, released to the market on 28/8/17.

The  Athlete's Foot




The Athlete's Foot



Key Financial Highlights

Total sales

 **1.6%**
\$227.2m

Franchisee sales  0.8%

Corp store sales  8.6%

LFL Sales – all str  0.5%

EBITDA

 **8%**
\$12.6m

New performance store - Bondi



Commentary

Strategy

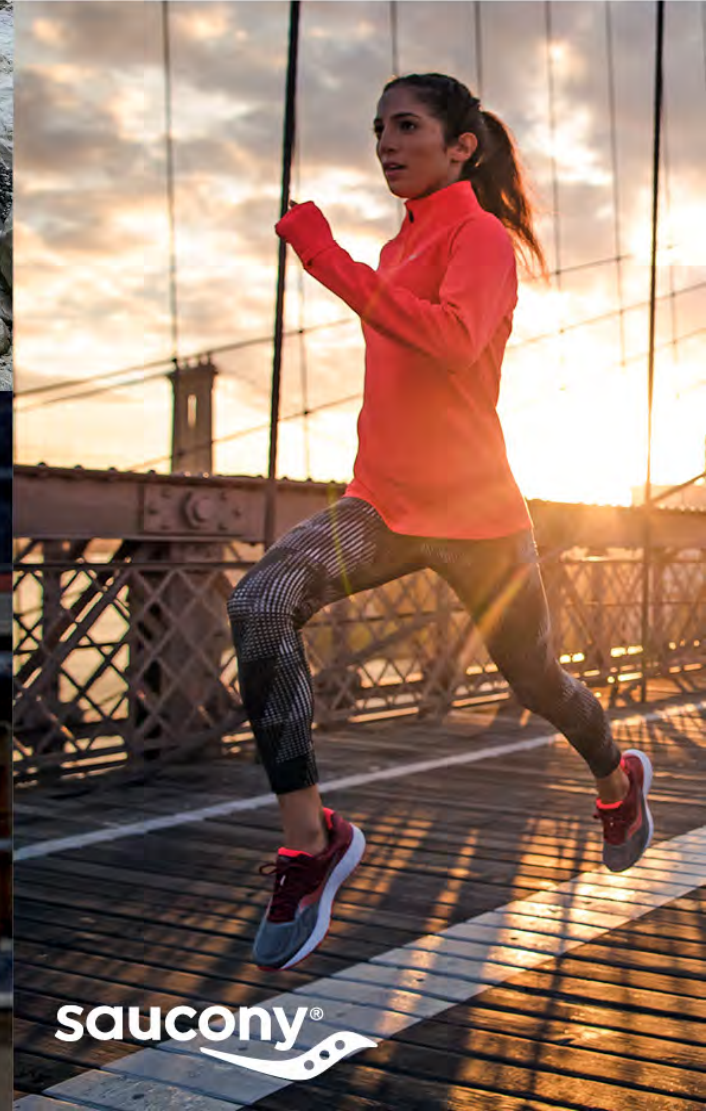
- Following strategic review, repositioning of brand towards TAF's performance heritage
- Decentralisation of eCommerce to deliver a seamless customer experience across all channels
- Continue to drive loyalty through enhanced CRM programme and outstanding in-store customer experience

FY17 Highlights

- Refit of 9 stores to the new performance format, including 3 corporate stores
- Substantial growth in the key categories of Running and Back-to-school
- 1.03m active loyalty customers, an increase of 7% on the previous year. Loyalty customers account for 55% of sales.
- Continued outstanding customer experiences, with the Net Promoter Score across the group of 81
- Trading conditions improved in the last two months of FY17, with LFL growth of 4.7%

Growth Opportunities FY18 and beyond

- Accelerate conversion of stores to the new performance format with at least 30 stores to be converted by the end of FY18
- Deliver new TAF performance branding and positioning to the market across all consumer touchpoints and channels
- Decentralisation of eCommerce to deliver a seamless customer experience across all channels including click-and-collect, click-and-dispatch and endless aisle
- Continue to drive growth in key performance categories and Back-to-school
- Enhance CRM and loyalty capabilities through new technology and consumer data platforms



RCG Brands

Key Financial Highlights

Total sales



1.2%

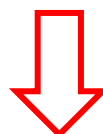
\$70.3m

Total Retail Sales ↑ 1.7%

LFL Retail Sales ↓ 2.6%

Wholesale Sales ↑ 0.8%

GP Margin



5.1%

To 42.5%

EBITDA



62%

\$3.0m

Commentary

Strategy

- Continue to focus on the distribution and growth of Merrell, CAT, Saucony and Sperry through key channel partners and RCG's retail banners

FY17 Highlights

- Merrell Outdoor and Performance categories continued to grow strongly on the back of strong product innovation.
- RCG Brands' other major brands including CAT, Sperry and Saucony all continued to perform well and delivered growth over the prior year
- Merrell retail stores experienced tougher than expected year as a result of previously reported decline in the lifestyle and sandal categories
- As previously reported, GP and EBITDA margins contracted as a result of significantly lower exchange rates than in the previous year (FY17: 0.70 vs FY16: 0.79)

Growth Opportunities FY18 and beyond

- Improved margins through improvements in exchange rates
- Improved Merrell lifestyle product expected to drive growth in both retail and wholesale channel
- Saucony to continue to benefit from, and support, the growth of the performance categories in TAF
- CAT to continue to leverage off brand equity and product innovation in both industrial footwear and workwear












Omni-Channel



Omni-channel

RCG offers customers a market leading omnichannel experience with over 400 physical points of presence throughout Australia and New Zealand and an integrated eCommerce capability across its TAF, Platypus, Hype, Skechers, Vans, Merrell, Saucony and CAT brands.

 <p>Sales</p> <ul style="list-style-type: none"> Total online sales grew by 79% during FY17. Jul – Oct total online sales grew by 170%. Omni-channel sales target of ~15% of total sales within three years. 	 <p>Endless Aisle</p> <ul style="list-style-type: none"> Provides the ability to shop the entire store network catalogue from within each store. To be implemented in most banners during FY18.
 <p>Technology</p> <ul style="list-style-type: none"> Market-leading eCommerce platforms. Launch of three new eCommerce sites on Magento 2 during FY17, with three more so far in FY18 and another two to follow. State-of-the-art digital hub in Melbourne. 	 <p>Decentralisation</p> <ul style="list-style-type: none"> During FY18, the TAF eCommerce capability will be decentralised to deliver a seamless customer experience across all channels including click-and-collect, click-and-dispatch and endless aisle.
 <p>Click & Collect</p> <ul style="list-style-type: none"> With over 430 stores across Australia & NZ, RCG is a true omni-channel retailer. C&C accounted for 22% of digital sales in Platypus & Skechers in Q4 of FY17. C&C accounted for 18% of digital sales in Platypus & Skechers in the first 4 months of FY18. C&C is to be rolled out to Hype and significantly enhanced in TAF during FY18. 	 <p>afterpay</p> <ul style="list-style-type: none"> Has been implemented across all eCommerce sites and has had a significant impact on transactions, conversion rate and average basket. Has already been rolled out across the TAF store network and will be rolled out to the other banners during FY18.
 <p>Click & Dispatch</p> <ul style="list-style-type: none"> Opens the entire inventory catalogue of all stores to the online customer. C&D accounted for 17% of digital sales in Platypus & Skechers in Q4 FY17 and 30% of digital sales for July to Oct FY18. C&D accounted for 37% of digital sales in Hype for the 3 weeks it has been live. C&D is currently live in 127 stores across Hype, Platypus, Skechers, Vans & Timberland stores. This will continue to be rolled out across all banners and stores during FY18. 	 <p>3 hr delivery</p> <ul style="list-style-type: none"> Given the group's substantial store network, industry leading, 3-hour delivery to most population centres will be rolled out during FY18, providing our banners with best-in-class customer service and a strong competitive advantage.
	 <p>Capability Platform</p> <ul style="list-style-type: none"> During FY18, a number of additional strategic initiatives including CRM & Loyalty, integrated in-store technology, together with expanded social, content and personalisation capability will be extended across Hype, Platypus, Skechers, Vans, Timberland & TAF.



Corporate matters
Dividends
Trading update
Outlook

Corporate Matters

CHANGE OF COMPANY NAME

- Subject to shareholder approval at this AGM, the listed entity will be changing its name from RCG Corporation Limited to Accent Group Limited
- This change reflects the completion of the integration of the RCG, Accent and Hype businesses into a single business with a common vision and sense of purpose
- It also recognises that the company has morphed from an investment holding company, which RCG had been until it came together with Accent, into the region's leading, vertically integrated, multi-channel retailer and distributor of performance and lifestyle footwear.
- The Accent name has been selected as it is synonymous with best-in-class retail and distribution of premium international footwear brands and is well regarded as the market leader in this space.
- Having regard to the completion of the integration of the various brands and banners into a single operating business, the historical operating segments are no longer relevant and will not be reported on separately

Corporate Matters

CHANGE OF CFO

- On 28 August 2017, Michael Hirschowitz, the Group CFO and Finance Director announced that effective 28 February 2018 and after nearly 21 years with the group, he intends to step down as both an executive and a director after almost 30 years as a full-time executive in order spend more time pursuing his other interests
- Michael will be replaced in his role as Group CFO by Matt Durbin with the role being relocated to Melbourne where the bulk of the group's operating and financial decisions are now made
- Since 2014, Matt has been the CFO and COO of Pas Group. Prior to that he spent 17 years at David Jones in merchandise planning, strategic planning and financial services roles, culminating in his role as Group Executive – Strategic Planning
- There will be a comprehensive handover from Michael to Matt, ensuring a seamless transition

CHANGE OF CHAIRMAN

- In order to support the completion of the transformation of the group from an investment holding company to the regional leader in the retail and distribution of performance, RCG's Chairman, Ivan Hammerschlag, has decided to retire from the board immediately following the AGM.
- Ivan has presided over, and been instrumental to, the enormous growth and success that RCG has experienced over the last 11 years, and the value that it has created for shareholders. During his time as Chairman of RCG, the Company has delivered compound annual shareholder returns of 22%.
- The board has unanimously elected David Gordon to the Chair. David's long history with the RCG business and his broad and deep understanding of all aspects of it will ensure a smooth and seamless transition.

Corporate Matters

NEW DIRECTORS

- Having regard to the above and the changing nature of the business, as well as its substantially increased size and complexity, the Board has reflected on its own composition and begun a process of board renewal to support the business's strategic growth objectives into the future.
- RCG is therefore pleased to announce that Stephen Goddard and Donna Player will join the board following the AGM
- Stephen Goddard is currently a non-executive director of both JB Hi-Fi Limited and GWA Group Limited and is a former non-executive director and ARC Chair of both Pacific Brands and Surfstitch Group Limited. He was also formerly the Finance Director and Operations Director for David Jones and the Managing Director of Officeworks. In addition to joining the board, Stephen will take the role of Chairman of the ARC. His extensive retail, finance, and board experience make Stephen the ideal appointee to fill this role
- Donna Player has over 35 years' experience in retail including senior executive positions in merchandising, planning and marketing with Big W and David Jones. Donna is currently a non-executive director of Baby Bunting Group Limited, a member of The Iconic advisory board, and Merchandise Director of Camilla, Australia. Donna's proven track record in developing and delivering retail strategy and business transformation will make her an invaluable member of the board
- The board of RCG is confident that these changes will continue to support the performance of the Company, the execution of the Company's strategy, the implementation of sound corporate governance policies and practices and the continued delivery of outstanding long term returns to shareholders

Trading update and outlook

DIVIDENDS

- RCG paid a fully franked final dividend of 3.0 cents per share on 25 September 2017
- This took total dividends in respect of FY17 to 6.0 cents per share, a 9% increase on the prior year's payout
- RCG expects its dividend payout ratio to be between 75% and 80% of underlying earnings per share in respect of FY2018

TRADING UPDATE

- Underlying group EBITDA^(a) for the first quarter of the financial year was 6% up on the same period in the prior year. This result was exactly on plan.
- For the first 20 weeks of the financial year total retail sales are up 12% on the same period in the prior year and LFL retail sales are up 1%.
- The LFL sales trend has improved since the end of September and we are expecting this momentum to continue through the remainder of the half.
- Wholesale sales for the first 20 weeks of the financial year are ahead of last year and are on plan
- The group has forward cover at an average rate of 0.74 of 100% of its expected FY18 USD purchases (vs 0.70 in FY17)

OUTLOOK

- Our management team has developed and implemented processes, structures and plans ideally suited to countering the threats and capitalising on the opportunities that we expect to face over the next 12 months and beyond, and we expect another year of profit growth.

a) Although RCG acquired Hype with effect from 1 July 2016, under the accounting standards Hype's profits between the effective date and the Completion date (4 August 2016) are treated as a reduction in the purchase price and are not taken to earnings in the statutory accounts in FY16. Hype's EBITDA from the effective date to the Completion date has been included in underlying EBITDA for FY16 for the purposes of this calculation.



Vision & guiding principles
Core Value proposition

Daniel Agostinelli

Our Vision and Guiding Principles

Strategic Vision

To lead the performance and lifestyle footwear market across Australia and New Zealand, by delivering world-class consumer experiences, harnessing the power of our people, partnerships and products

Key Guiding Principles

Shareholder

1 Delivery of outstanding, long-term returns to shareholders through the delivery of sustainable sales and profit growth across its businesses. Compound annual shareholder returns of 22% over past 11 years

2 Delivery of sustainable and growing dividends flowing from the high quality cash flows from its defensible and desirable business

3 Maintenance of a strong, conservatively geared balance sheet

Company

1 **Customers First** - always

2 **Attitude** – can do, accountable, humble, open, curious

3 **Teamwork** – success through teams not individuals

4 **Excellence** – in everything we do, no complacency

5 **Empathy** – warmth and respect

6 **Sense of urgency** – consider all options, act decisively

7 **Communication** – open, regular and two-way

8 **Integrity** – doing what we say we will

Our Core Value Proposition

Ensuring our business remains distinctive, desirable and defensible

